

Name

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Palm Beach County, Florida  
Sharon R. Bock, CLERK & COMPTROLLER  
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# State of Florida



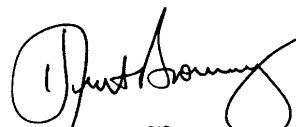
Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on September 8, 2008, as shown by the records of this office.

The document number of the surviving corporation is N15133.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Twenty-fourth day of September, 2008



  
Kurt S. Probst  
Secretary of State

CR2EO22 (01-07)

**ARTICLES OF MERGER**  
(Not for Profit Corporation)

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act, pursuant to Section 617.1105, Florida Statutes.

**First:** The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
<u>Isles of Boca Association, Inc.</u>	<u>Florida</u>	<u>N15133</u>

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 DEPT. OF STATE  
 TALLAHASSEE, FLORIDA  
 FILED

**Second:** The name and jurisdiction of each merging corporation.

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/applicable)
<u>Isles of Boca Condominium Association, Inc.</u>	<u>Florida</u>	<u>N15135</u>
<u>Isles of Boca Condominium Section II Association, Inc.</u>	<u>Florida</u>	<u>N27726</u>

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

**OR** \_\_\_\_ / \_\_\_\_ / \_\_\_\_ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date).

*(Attach additional sheets if necessary)*

**Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION**

The plan of merger was adopted by the members of the surviving corporation on July 15, 2008.  
The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:

109 FOR 0 AGAINST






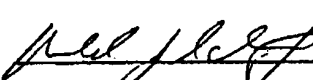
**Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(S)**

The plan of merger was adopted by the members of Isles of Boca Condominium Association, Inc. on July 15, 2008. The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 61 FOR 0 AGAINST

The plan of merger was adopted by the members of Isles of Boca Condominium, Section II Association, Inc. on July 15, 2008.

The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows: 46 FOR 0 AGAINST

**Seventh: SIGNATURES FOR EACH CORPORATION**

<u>Name of Corporation</u>	<u>Signature of the chairman/ vice chairman of the board or an officer.</u>	<u>Typed or Printed Name of Individual &amp; Title</u>
<u>Isles of Boca Association,</u>		ALAN MAYER PRES
<u>Inc.</u>		JAYNE REMER SEC
<u>Isles of Boca Condominium</u>		JAYNE REMER, Sec.
<u>Association, Inc.</u>		IRA JACOBSON PRES.
<u>Isles of Boca Condominium,</u>		SHARON DEMIRE SEC.
<u>Section II Association, Inc.</u>		RONALD J. SCHMITZ, Pres.

## PLAN OF MERGER

This Plan of Merger is by and between ISLES OF BOCA ASSOCIATION, INC., a Florida corporation not-for-profit, f/k/a ISLES OF BOCA HOMEOWNERS ASSOCIATION, INC., a Florida corporation not-for-profit (the "Surviving Corporation") and the following corporations: ISLES OF BOCA CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit, and, ISLES OF BOCA CONDOMINIUM, SECTION II ASSOCIATION, INC., a Florida corporation not-for-profit (the "Dissolving Corporations"). The Surviving Corporation and the Dissolving Corporations sometimes are referred to collectively herein as the "Constituent Corporations."

1. The Constituent Corporations. The Constituent Corporations are all Florida corporations not-for-profit, organized on a nonstock basis, and are in good standing.

2. Condominium Property. Heretofore a 136-unit residential complex, including two separate condominiums, was formed by the recording of a Declaration of Protective Covenants and Restrictions for Isles of Boca, recorded June 5, 1986, at Official Records Book 4899, Page 1, Public Records of Palm Beach County, Florida, and two separate Declarations of Condominium, as follows:

a. ISLES OF BOCA CONDOMINIUM, SECTION I, a Condominium, by Declaration of Condominium recorded June 19, 1986, at O.R. Book 4914, Page 6 et seq., Public Records of Palm Beach County, Florida, consisting of 69 Units.

b. ISLES OF BOCA CONDOMINIUM, SECTION II, a Condominium, by Declaration of Condominium recorded January 20, 1989, at O.R. Book 5943, Page 260, Public Records of Palm Beach County, Florida, consisting of 67 Units.

The Dissolving Corporations, respectively, are the condominium associations that operate the above-referenced condominiums. The condominiums themselves are not being merged.

3. Surviving Corporation. The Surviving Corporation shall become the Condominium Association that operates the above-referenced Condominiums, as well as the rest of the Community.

4. Principal Office. The principal office of the ISLES OF BOCA ASSOCIATION, INC., shall remain at the following address: 1599 NW 9 Avenue, Suite 2, Boca Raton, Florida 33486

5. Articles of Incorporation. The Articles of Incorporation of the Surviving Corporation shall be the Amended and Restated Articles of Incorporation attached to the Articles of Merger of the Surviving Corporation as Exhibit "B" and as an exhibit to the Condominium Declarations.

6. Bylaws. The Bylaws of the Surviving Corporation shall be the Amended and Restated Bylaws attached to the Declaration of Covenants, Conditions, and Restrictions of the Surviving Corporation as Exhibit "C", and as an exhibit to the Condominium Declarations.

7. Directors and Officers. The directors and officers of the Surviving Corporation on the effective date of the merger shall continue as the directors and officers of the Surviving

7. Directors and Officers. The directors and officers of the Surviving Corporation on the effective date of the merger shall continue as the directors and officers of the Surviving Corporation for full unexpired terms of their offices and until successors have been duly elected or appointed and qualified.

8. Ratification by Members. This Plan of Merger has been ratified and approved by the members of each of the Constituent Corporations as required by law. Execution of the Articles of Merger and this Plan of Merger by officers of each Constituent Corporation shall constitute a representation and certification that such ratification and approval has been obtained.

9. Effective Date of Merger. This merger shall become effective on the last to occur of the following dates:

a. The date the Articles of Merger are filed in the offices of Florida Secretary of State.

b. The date the Amended and Restated Declaration of Covenants, Conditions, and Restrictions of the Surviving Corporation is recorded in the Public Records of Palm Beach County, Florida.

10. Effect of Merger. When the merger becomes effective, the separate existence of the Dissolving Corporations shall cease, except as may be required for carrying out the purposes of this Plan of Merger or as continued by Statute. All of the rights, privileges, powers, franchises, assets, causes of action, and interests of any kind whatsoever of the Dissolving Corporations, including all debts due on any and all accounts, shall in effect become the property of the Surviving Corporation and shall not revert or be in any way

impaired by reason of the Merger. All rights of creditors and all liens on the property of the Constituent Corporations shall be preserved unimpaired, and all debts, liabilities, and duties of the Dissolving Corporations shall henceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if those debts, liabilities, and duties initially had been incurred or contracted by the Surviving Corporation.

11. Execution. The Articles of Merger and this Plan of Merger may be executed in any number of counterparts, and each counterpart shall constitute an original instrument.

IN WITNESS WHEREOF, the Constituent Corporations have caused these presents to be signed by their respective officers duly authorized by the respective Boards of Directors and Members of each corporation.

Date: July 31, 2008

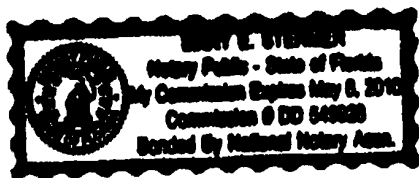
ISLES OF BOCA ASSOCIATION, INC.,  
a Florida not-for-profit corporation

By: [Signature]  
President

ATTEST:  
By: [Signature]  
Secretary

STATE OF FLORIDA )  
) ss:  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 31 day of July, 2008 by Alan Mayer as President and Jayne Remer as Secretary of ISLES OF BOCA ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or have produced \_\_\_\_\_ as identification.



NOTARY PUBLIC  
Sign: [Signature]  
print Mary E. Stermer  
State of Florida at Large

My Commission Expires: May 8, 2010



July 31, 2008  
Date:

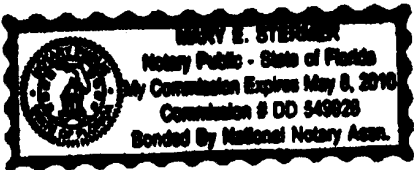
ISLES OF BOCA CONDOMINIUM  
ASSOCIATION, INC., a Florida not-for-profit  
corporation

By: [Signature]  
\_\_\_\_\_  
, President

ATTEST  
By: [Signature]  
\_\_\_\_\_  
, Secretary

STATE OF FLORIDA )  
) ss:  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 31 day of July, 2008 by Ina Jackson as President and Jayne Remer as Secretary of ISLES OF BOCA CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or have produced \_\_\_\_\_ as identification.



NOTARY PUBLIC:

sign [Signature]

print Mary E. Stermer  
State of Florida at Large

My Commission Expires: May 8, 2010

This is Not a Certified Copy

Date: July 31, 2008

ISLES OF BOCA CONDOMINIUM, SECTION II ASSOCIATION, INC., a Florida not-for-profit corporation

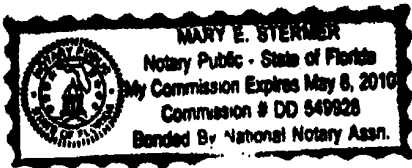
By: [Signature], President

ATTEST:

By: [Signature], Secretary

STATE OF FLORIDA )  
 ) ss:  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 31 day of July, 2008 by Lon Schmitz as President and Sharon Demis as Secretary of ISLES OF BOCA CONDOMINIUM, SECTION II ASSOCIATION, INC., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or have produced \_\_\_\_\_ as identification.



NOTARY PUBLIC:

[Signature]  
sign

print Mary E. Stermer  
State of Florida at Large

My Commission Expires: May 8, 2010